

BRYAN CAVE LLP

By: Eric Rieder (ER 2021)
Thomas J. Schell (TS 5075)
1290 Avenue of the Americas
New York, New York 10104
(212) 541-2000

*Attorneys for Defendants UBS Absolute Return Fund,
a fund of UBS Funds, Inc., and UBS Global Bond Fund,
a fund of UBS Funds, Inc.*

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

DEUTSCHE BANK TRUST COMPANY
AMERICAS, as Trustee and Securities
Intermediary,

Plaintiff,

- against -

LACROSSE FINANCIAL PRODUCTS, LLC,
CEDE & CO., as Holder of certain Secured Notes
and nominee name of the Depositary Trust
Company, AURELIUS CAPITAL PARTNERS,
LP, THE BANK OF N.T. BUTTERFIELD & SON
LIMITED, MAGNETAR CONSTELLATION
MASTER FUND, LTD., MAGNETAR
CONSTELLATION MASTER FUND III, LTD.,
MAGNETAR CONSTELLATION FUND II,
LTD., PALMER SQUARE 3 LIMITED, PASA
FUNDING 2007-1, LTD., REVELSTOKE CDO I
LTD., SILVER ELMS CDO plc, STANTON CDO
I S.A., UBS ABSOLUTE RETURN BOND
FUND, a fund of UBS Funds, Inc., UBS GLOBAL
BOND FUND, a fund of UBS Funds, Inc., ZAIS
OPPORTUNITY MASTER FUND, LTD, and
DOES 1 through 100, owners of beneficial
interests in the Secured Notes,

Defendants.

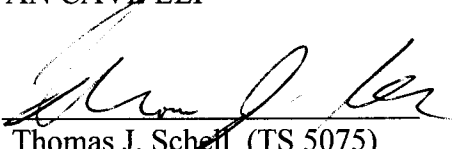
No. 1:08 CV 00955 (LAK)

**NOTICE OF MOTION FOR
ADMISSION *PRO HAC VICE* OF
LESLIE MILLER GREENSPAN**

PLEASE TAKE NOTICE that, upon the affirmation of Thomas J. Schell, dated April 17, 2008, annexed hereto as Exhibit 1, and the affidavit of Leslie Miller Greenspan, annexed hereto as Exhibit 2, together with the exhibits annexed thereto, Defendants UBS Absolute Return Fund, a fund of UBS Funds, Inc., and UBS Global Bond Fund, a fund of UBS Funds, Inc., by their attorneys Bryan Cave LLP, will move this Court, before the Honorable Lewis A. Kaplan, United States District Judge, at the Daniel Patrick Moynihan United States Courthouse, 500 Pearl Street, New York, New York 10007, for an order, in the form annexed hereto as Exhibit 3, admitting Leslie Miller Greenspan, a member in good standing of the State Bars of Pennsylvania, New Jersey, District of Columbia, and Florida, to the Bar of this Court, *pro hac vice*.

Dated: New York, New York
April 17, 2008

BRYAN CAVE LLP

By: 
Thomas J. Schell (TS 5075)
1290 Avenue of the Americas
New York, New York 10104
(212) 541-2000

*Attorneys for Defendants UBS
Absolute Return Fund, a fund of UBS
Funds, Inc., and UBS Global Bond
Fund, a fund of UBS Funds, Inc.*

TO:

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Telephone: (212) 940-3000
Facsimile: (866) 947-2229
Attn: Christopher M. Mason, Esq.

*Attorneys for Plaintiff
Deutsche Bank Trust Company
Americas*

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KAKOYIANNIS, P.C.
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Jonathan C. Marquet

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Depository Trust Company*

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kbiron@mckeenelson.com

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Financial Products LLC*

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*Attorneys for Defendants
Magnetar Constellation Master Fund, Ltd.
Magnetar Constellation Master Fund III, Ltd.
and Magnetar Constellation Fund II, Ltd.*

THE BANK OF N.T. BUTTERFIELD &
SONS LIMITED
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Hamilton, Bermuda HM AX

PALMER SQUARE 3 LIMITED
5 Harbourmaster Place
International Financial Services Center
Dublin 1, Ireland

PASA FUNDING 2007-1 LTD.
c/o OGIER FIDUCIARY SERVICES
(CAYMAN) LIMITED
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South Church Street
George Town, Grand Cayman KYI-1108
Cayman Islands,
The British West Indies

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c/o MAPLES FINANCE LIMITED
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South Church Street
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Cayman Islands,
The British West Indies

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c/o DEUTSCHE INTERNATIONAL
CORPORATE SERVICES (IRELAND)
LIMITED
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International Financial Services Center
Dublin 1, Ireland

STANTON CDO I.S.A
c/o OMICRON INVESTMENT
MANAGEMENT GmbH
Herrengasse 1-3
1010 Vienna
AUSTRIA

ZAIS OPPORTUNITY MASTER FUND, LTD
P.O. Box 1984 GT
Elizabeth Square
George Town
Grand Cayman Islands
The British West Indies

BRYAN CAVE LLP

By: Eric Rieder (ER 2021)
Thomas J. Schell (TS 5075)
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*Attorneys for Defendants UBS Absolute Return Fund,
a fund of UBS Funds, Inc., and UBS Global Bond Fund,
a fund of UBS Funds, Inc.*

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
DEUTSCHE BANK TRUST COMPANY	:	
AMERICAS, as Trustee and Securities	:	
Intermediary,	:	
	:	
Plaintiff,	:	
	:	
- against -	:	No. 1:08 CV 00955 (LAK)
	:	
LACROSSE FINANCIAL PRODUCTS, LLC,	:	
CEDE & CO., as Holder of certain Secured Notes	:	
and nominee name of the Depositary Trust	:	
Company, AURELIUS CAPITAL PARTNERS,	:	
LP, THE BANK OF N.T. BUTTERFIELD & SON	:	
LIMITED, MAGNETAR CONSTELLATION	:	
MASTER FUND, LTD., MAGNETAR	:	
CONSTELLATION MASTER FUND III, LTD.,	:	
MAGNETAR CONSTELLATION FUND II,	:	
LTD., PALMER SQUARE 3 LIMITED, PASA	:	
FUNDING 2007-1, LTD., REVELSTOKE CDO I	:	
LTD., SILVER ELMS CDO plc, STANTON CDO	:	
I S.A., UBS ABSOLUTE RETURN BOND	:	
FUND, a fund of UBS Funds, Inc., UBS GLOBAL	:	
BOND FUND, a fund of UBS Funds, Inc., ZAIS	:	
OPPORTUNITY MASTER FUND, LTD, and	:	
DOES 1 through 100, owners of beneficial	:	
interests in the Secured Notes,	:	
	:	
Defendants.	:	
-----	X	

**AFFIRMATION OF THOMAS J. SCHELL IN SUPPORT OF MOTION
FOR ADMISSION *PRO HAC VICE* OF LESLIE MILLER GREENSPAN**

[illegible]

Thomas J. Schell, an attorney-at-law, duly admitted to practice before the United States District Court for the Southern District of New York, affirms under the penalty of perjury as follows:

1. I am an associate of the firm of Bryan Cave LLP (“BC”), attorneys for Defendants UBS Absolute Return Fund, a fund of UBS Funds, Inc., and UBS Global Bond Fund, a fund of UBS Funds, Inc., in the above-captioned action (the “Action”). BC maintains offices for the practice of law at 1290 Avenue of the Americas, New York, New York 10104.

2. I submit this affirmation in support of the Motion for *Pro Hac Vice* Admission of Leslie Miller Greenspan in this Action pursuant to Local Civil Rule 1.3(c).

3. I am a member in good standing of the Bar of this Court, of the United States District Court for the Eastern District of New York, and of the courts of the State of New York.

4. In connection with this Motion, I am submitting the affidavit of Leslie Miller Greenspan, sworn to on April 16, 2008. Leslie Miller Greenspan is licensed to practice by, and is a member in good standing of, the State Bars of Pennsylvania, New Jersey, District of Columbia, and Florida. Annexed to her affidavit is a Certificate of Good Standing issued for each of these states, respectively, as Exhibit B, C, and D.

Dated: New York, New York
April 17, 2008

BRYAN CAVE LLP

By: 

Thomas J. Schell (TS 5075)

1290 Avenue of the Americas
New York, New York 10104
(212) 541-2000

*Attorneys for Defendants UBS
Absolute Return Fund, a fund of UBS
Funds, Inc., and UBS Global Bond
Fund, a fund of UBS Funds, Inc.*

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

<hr style="border-top: 1px dashed black;"/>		X
		:
DEUTSCHE BANK TRUST COMPANY		:
AMERICAS, as Trustee and Securities		:
Intermediary,		:
		:
Plaintiff,		:
		:
- against -		:
		:
LACROSSE FINANCIAL PRODUCTS, LLC,		:
CEDE & CO., as Holder of certain Secured Notes		:
and nominee name of the Depositary Trust		:
Company, AURELIUS CAPITAL PARTNERS,		:
LP, THE BANK OF N.T. BUTTERFIELD & SON		:
LIMITED, MAGNETAR CONSTELLATION		:
MASTER FUND, LTD., MAGNETAR		:
CONSTELLATION MASTER FUND III, LTD.,		:
MAGNETAR CONSTELLATION FUND II,		:
LTD., PALMER SQUARE 3 LIMITED, PASA		:
FUNDING 2007-1, LTD., REVELSTOKE CDO I		:
LTD., SILVER ELMS CDO plc, STANTON CDO		:
I S.A., UBS ABSOLUTE RETURN BOND		:
FUND, a fund of UBS Funds, Inc., UBS GLOBAL		:
BOND FUND, a fund of UBS Funds, Inc., ZAIS		:
OPPORTUNITY MASTER FUND, LTD, and		:
DOES 1 through 100, owners of beneficial		:
interests in the Secured Notes,		:
		:
Defendants.		:
<hr style="border-top: 1px dashed black;"/>		X

**AFFIDAVIT OF LESLIE MILLER GREENSPAN
IN SUPPORT OF MOTION FOR *PRO HAC VICE* ADMISSION**

COMMONWEALTH OF PENNSYLVANIA)
) ss.:
COUNTY OF PHILADELPHIA)

LESLIE MILLER GREENSPAN, being duly sworn, hereby deposes and says as follows:

1. I am an associate at the law firm of Stradley Ronon Stevens & Young, LLP, attorneys for Defendants UBS Absolute Return Fund, a fund of UBS Funds, Inc., and UBS Global Bond Fund, a fund of UBS Funds, Inc., in the above-captioned action (the "Action"). My office address is 2600 One Commerce Square, Philadelphia, Pennsylvania 19103; my telephone number is (215) 564-8000; and my fax number is (215) 564-8120. I submit this affidavit in support of the Motion for *Pro Hac Vice* Admission of Leslie Miller Greenspan in the Action pursuant to Local Civ. R. 1.3(c).

2. I graduated from the Emory University School of Law in 2003. I was admitted to the Bar of the Commonwealth of Pennsylvania on November 14, 2003 and am a member in good standing of that bar. A certificate of good standing is attached hereto as Exhibit A. I am also a member in good standing of the bars of New Jersey, District of Columbia, and Florida; a certificate of good standing for each of these states is attached hereto, respectively, as Exhibit B, C, and D.

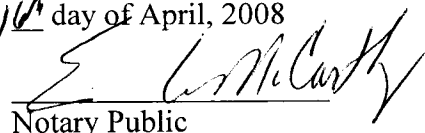
3. There are no pending disciplinary proceedings against me in any state or federal court.

4. I have reviewed and will faithfully adhere to all rules applicable to my conduct in connection with any activities of this Court.


LESLIE MILLER GREENSPAN

Sworn to before me this

10th day of April, 2008


Notary Public

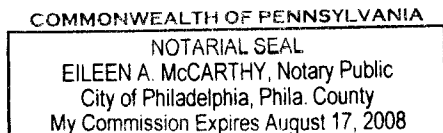


Exhibit A



Supreme Court of Pennsylvania

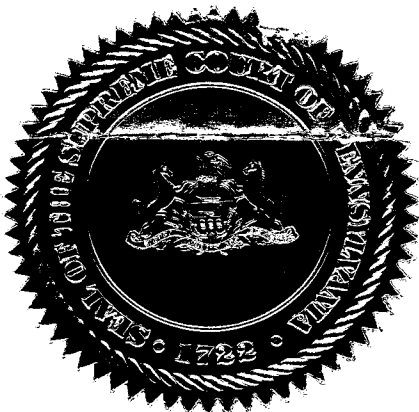
CERTIFICATE OF GOOD STANDING

Leslie Miller Greenspan, Esq.

DATE OF ADMISSION

November 14, 2003

The above named attorney was duly admitted to the bar of the Commonwealth of Pennsylvania, and is now a qualified member in good standing.



Witness my hand and official seal

Dated: March 28, 2008

A handwritten signature in cursive script, reading "Patricia A. Johnson".

Patricia A. Johnson
Chief Clerk

Exhibit B

Supreme Court of New Jersey

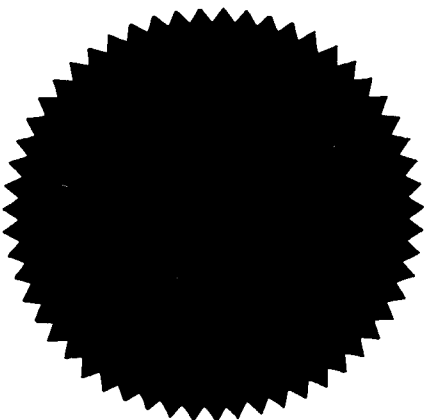


Certificate of Good Standing

This is to certify that **LESLIE MILLER GREENSPAN**
(No. **016412003**) was constituted and appointed an Attorney at Law of New
Jersey on **November 26, 2003** and, as such,
has been admitted to practice before the Supreme Court and all other courts of this State
as an Attorney at Law, according to its laws, rules, and customs.

I further certify that as of this date, the above-named is an Attorney at Law in
Good Standing. For the purpose of this Certificate, an attorney is in "Good Standing"
if the Court's records reflect that the attorney: 1) is current with all assessments
imposed as a part of the filing of the annual Attorney Registration Statement, including,
but not limited to, all obligations to the New Jersey Lawyers' Fund for Client
Protection; 2) is not suspended or disbarred from the practice of law; 3) has not
resigned from the Bar of this State; and 4) has not been transferred to Disability
Inactive status pursuant to Rule 1:20-12.

*Please note that this Certificate does not constitute confirmation of an attorney's
satisfaction of the administrative requirements of Rule 1:21-1(a) for eligibility to
practice law in this State.*



In testimony whereof, I have
hereunto set my hand and
affixed the Seal of the
Supreme Court, at Trenton, this
8TH day of April , 20 08

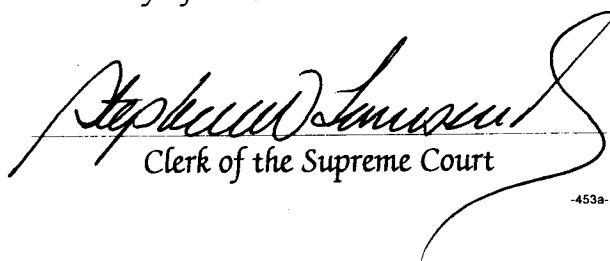

Clerk of the Supreme Court

Exhibit C



District of Columbia Court of Appeals
Committee on Admissions
500 Indiana Avenue, N.W. — Room 4200
Washington, D. C. 20001
202 / 879-2710

I, GARLAND PINKSTON, JR., Clerk of the District of Columbia Court of Appeals, do hereby certify that

LESLIE M. GREENSPAN

was on the 4TH day of OCTOBER, 2004

duly qualified and admitted as an attorney and counselor and entitled to practice before this Court and is, on the date indicated below, an active member in good standing of this Bar.

In Testimony Whereof, I have hereunto subscribed my name and affixed the seal of this Court at the City of Washington, D.C., on April 8, 2008.

GARLAND PINKSTON, JR., CLERK

By: *M. Charles*
Deputy Clerk

Exhibit D

Supreme Court of Florida

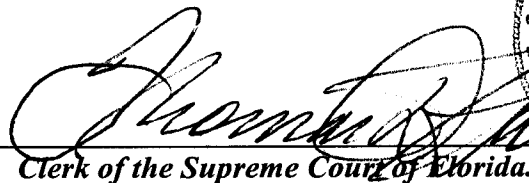
Certificate of Good Standing

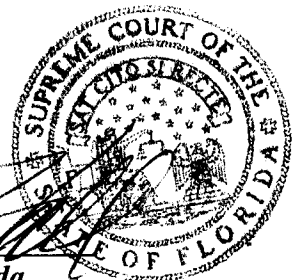
I, THOMAS D. HALL, Clerk of the Supreme Court of the State of Florida, do hereby certify that

LESLIE MILLER GREENSPAN

was admitted as an Attorney and Counselor entitled to practice law in all the Courts of the State of Florida on April 21, 2004, is presently in good standing; however, said attorney is CLER exempt and is not eligible to practice law in the State of Florida. The private and professional character of the attorney appear to be good.

*WITNESS my hand and the Seal of the
Supreme Court of Florida at Tallahassee,
the Capital, this April 8, 2008.*


Clerk of the Supreme Court of Florida.



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
DEUTSCHE BANK TRUST COMPANY	:	
AMERICAS, as Trustee and Securities	:	
Intermediary,	:	
	:	
Plaintiff,	:	
	:	
- against -	:	No. 1:08 CV 00955 (LAK)
	:	
LACROSSE FINANCIAL PRODUCTS, LLC,	:	
CEDE & CO., as Holder of certain Secured Notes	:	
and nominee name of the Depositary Trust	:	
Company, AURELIUS CAPITAL PARTNERS,	:	ORDER GRANTING <i>PRO</i>
LP, THE BANK OF N.T. BUTTERFIELD & SON	:	<i>HAC VICE</i> ADMISSION OF
LIMITED, MAGNETAR CONSTELLATION	:	<u>LESLIE MILLER GREENSPAN</u>
MASTER FUND, LTD., MAGNETAR	:	
CONSTELLATION MASTER FUND III, LTD.,	:	
MAGNETAR CONSTELLATION FUND II,	:	
LTD., PALMER SQUARE 3 LIMITED, PASA	:	
FUNDING 2007-1, LTD., REVELSTOKE CDO I	:	
LTD., SILVER ELMS CDO plc, STANTON CDO	:	
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FUND, a fund of UBS Funds, Inc., UBS GLOBAL	:	
BOND FUND, a fund of UBS Funds, Inc., ZAIS	:	
OPPORTUNITY MASTER FUND, LTD, and	:	
DOES 1 through 100, owners of beneficial	:	
interests in the Secured Notes,	:	
	:	
Defendants.	:	
-----	X	

Upon consideration of the Motion of Defendants UBS Absolute Return Fund, a fund of UBS Funds, Inc., and UBS Global Bond Fund, a fund of UBS Funds, Inc., by and through their counsel Bryan Cave LLP, seeking entry of an order authorizing Leslie Miller Greenspan to practice *pro hac vice* before the United States District Court for the Southern District of New York in connection with the above-referenced action; and it

appearing that Leslie Miller Greenspan is qualified to be admitted to practice *pro hac vice* before this Court, it is hereby

ORDERED that Leslie Miller Greenspan is authorized to appear *pro hac vice* as counsel to the Defendants in this action, and Leslie Miller Greenspan is permitted to argue or try this action in whole or in part as counsel or advocate.

Dated: _____

Honorable Lewis A. Kaplan
United States District Judge

BRYAN CAVE LLP

By: Eric Rieder (ER 2021)
Thomas J. Schell (TS 5075)
1290 Avenue of the Americas
New York, New York 10104
(212) 541-2000

*Attorneys for Defendants UBS Absolute Return Fund,
a fund of UBS Funds, Inc., and UBS Global Bond Fund,
a fund of UBS Funds, Inc.*

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

----- X
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DEUTSCHE BANK TRUST COMPANY :
AMERICAS, as Trustee and Securities :
Intermediary, :
:
Plaintiff, :
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- against - :
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LACROSSE FINANCIAL PRODUCTS, LLC, :
CEDE & CO., as Holder of certain Secured Notes :
and nominee name of the Depository Trust :
Company, AURELIUS CAPITAL PARTNERS, :
LP, THE BANK OF N.T. BUTTERFIELD & SON :
LIMITED, MAGNETAR CONSTELLATION :
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Defendants. :
----- X

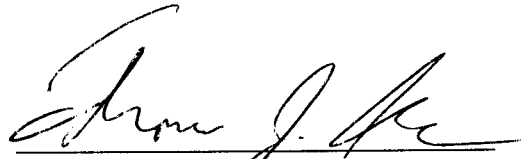
No. 1:08 CV 00955 (LAK)

CERTIFICATE OF SERVICE

I, THOMAS J. SCHELL, hereby certify under penalty of perjury that, on April 17, 2008, I served copies of the within documents on behalf of **UBS ABSOLUTE RETURN BOND FUND, a fund of UBS Funds, Inc., and UBS GLOBAL BOND FUND, a fund of UBS Funds, Inc.:**

- (i) **NOTICE OF MOTION FOR ADMISSION *PRO HAC VICE* OF LESLIE MILLER GREENSPAN;**
- (ii) **AFFIRMATION OF THOMAS J. SCHELL IN SUPPORT OF MOTION FOR ADMISSION *PRO HAC VICE* OF LESLIE MILLER GREENSPAN;**
and
- (iii) **AFFIDAVIT OF LESLIE MILLER GREENSPAN IN SUPPORT OF MOTION FOR *PRO HAC VICE* ADMISSION;**

together with the exhibits attached thereto, by first class mail upon the parties listed in the attached Service List.


THOMAS J. SCHELL

SERVICE LIST

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437 Madison Avenue
New York, NY 10022
Telephone: (212) 940-3000
Facsimile: (866) 947-2229
Attn: Christopher M. Mason, Esq.

*Attorneys for Plaintiff
Deutsche Bank Trust Company Americas*

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KAKOYIANNIS, P.C.
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(212) 752-1000
Attn: Erick P. Heichel
Jonathan C. Marquet

*Attorneys for Cede & Co. As Nominee for The
Depository Trust Company*

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Kevin James Biron, Esq.
Email: seckas@mckeenelson.com
kbiron@mckeenelson.com

*Attorneys for Defendant Lacrosse
Financial Products LLC*

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Email: pfeldman@oshr.com
Attn: Peter Feldman

*Attorneys for Defendants
Magnetar Constellation Master Fund, Ltd.
Magnetar Constellation Master Fund III, Ltd.
and Magnetar Constellation Fund II, Ltd.*

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FRANKEL LLP
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Fax: (212) 715-8000
Email: afriedman@kramerlevin.com
Attn: Alan R. Friedman

*Attorneys for Defendant
Aurelius Capital Partners, LP*

THE BANK OF N.T. BUTTERFIELD &
SONS LIMITED
65 Front Street
Hamilton, Bermuda HM AX

PALMER SQUARE 3 LIMITED
5 Harbourmaster Place
International Financial Services Center
Dublin 1, Ireland

PASA FUNDING 2007-1 LTD.
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SILVER ELMS CDO PLC
c/o DEUTSCHE INTERNATIONAL
CORPORATE SERVICES (IRELAND)
LIMITED
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International Financial Services Center
Dublin 1, Ireland

STANTON CDO I.S.A
c/o OMICRON INVESTMENT
MANAGEMENT GmbH
Herrengasse 1-3
1010 Vienna
AUSTRIA

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Grand Cayman Islands
The British West Indies